

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-01139 (JKF)

Jointly Administered

**PHASE II HEARING EXHIBITS OF THE BANK LENDER GROUP AND THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF W.R. GRACE & CO.**

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**INDEX OF PHASE II HEARING EXHIBITS OF THE BANK LENDER GROUP AND
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Exhibit No.	Bates Range	Description
1	CC-BLG000001-000005	Affidavit of Charles O. Freedgood of JPMorgan Chase Bank, N.A., in its Capacity as Administrative Agent Under the Pre-Petition Bank Credit Facilities, in Support of the Claims Asserted Under the Debtors' Credit Agreements Dated as of May 14, 1998 and May 5, 1999 (June 26, 2009)
2	CC-BLG000006-000075	Credit Agreement, dated May 14, 1998, among W.R. Grace & Co., W.R. Grace & Co.-Conn, The Chase Manhattan Bank, as Administrative Agent, Chase Securities Inc., as arranger, and certain Banks party thereto
3	CC-BLG000076-000191	Credit Agreement, dated May 5, 1999, among the Company, W.R. Grace & Co.-Conn, Bank of America National Trust Savings Assoc., as documentation agent, The Chase Manhattan Bank, as administrative agent, Chase Securities Inc., as book manager, and certain Banks party thereto
4	CC-BLG000192-000204	Grace Proof of Claim No. 9159
5	CC-BLG000205-000217	Grace Proof of Claim No. 9168
6	CC-BLG000218-000243	Responses And Objections Of Debtors To The Official Committee Of Unsecured Creditors Of W.R. Grace & Co. And Bank Lender Group's First Request For Production Of Documents, First Set Of Interrogatories, And First Request For Admissions, dated and verified August 14, 2008
7	CC-BLG000244-000247	Declaration of Kevin A. Martin Certifying Tabulation of Ballots Regarding Vote on First Amended Joint Plan of Reorganization Dated June 8, 2009 [Dkt. no. 22020]
8	CC-BLG000248-000255	Amended Declaration of Kevin A. Martin Certifying Tabulation of Ballots Regarding Vote on First Amended Joint Plan of Reorganization Dated August 5, 2009 [Dkt. no. 22706]
9	CC-BLG000256-000358	Official Committee of Equity Security Holders' Memorandum in Support of Debtors' Motion to Exclude Certain Expert Opinions Relating to Current Future Asbestos Personal Injury Liability, dated Dec. 7, 2007 [Dkt. no. 17577]

Exhibit No.	Bates Range	Description
10	CC-BLG000359-000553	Grace Estimation Trial Transcript of January 14, 2008 [Dkt. no. 17867]
11	CC-BLG000554-000814	Grace Estimation Trial Transcript of January 16, 2008 [Dkt. no. 17862]
12	CC-BLG000815-001061	Grace Estimation Trial Transcript of January 22, 2008 [Dkt. no. 17891]
13	CC-BLG001062-001156	Grace Estimation Trial Transcript of January 23, 2008 [Dkt. no. 17894]
14	CC-BLG001157-001373	Grace Estimation Trial Transcript of March 25, 2008 [Dkt. no. 18439]
15	CC-BLG001374-001643	Grace Estimation Trial Transcript of March 26, 2008 [Dkt. no. 18491]
16	CC-BLG001644-001913	Grace Estimation Trial Transcript of March 31, 2008 [Dkt. no. 18469]
17	CC-BLG001914-002181	Grace Estimation Trial Transcript of April 1, 2008 [Dkt. no. 18489]
18	CC-BLG002182-002185	Exhibit A to Joint Request for Judicial Notice of August 7, 2009 [Dkt. no. 22724]
19	CC-BLG002186-002375	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 28, 2002, for the period ending 12/31/01
20	CC-BLG002376-002621	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 13, 2003, for the period ending 12/31/02
21	CC-BLG002622-002850	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 5, 2004, for the period ending 12/31/03
22	CC-BLG002851-003113	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 7, 2005, for the period ending 12/31/04

Exhibit No.	Bates Range	Description
23	CC-BLG003114-003200	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 13, 2006, for the period ending 12/31/05
24	CC-BLG003201-003435	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 2, 2007, for the period ending 12/31/06
25	CC-BLG003436-003631	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on February 29, 2008, for the period ending 12/31/07
26	CC-BLG003632-003989	Form 10-K filed by W.R. Grace & Co. with the United States Securities and Exchange Commission on March 2, 2009, for the period ending 12/31/08
27	CC-BLG003990-003991	Letter Agreement dated January 12, 2005
28	CC-BLG003992-004050	Amended Joint Plan of Reorganization dated January 13, 2005 [Dkt. no. 7560]
29	CC-BLG004051-004173	Amended Disclosure Statement for the Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the United States Bankruptcy Code, dated January 13, 2005
30	CC-BLG004174-004186	E-mail from Arlene Krieger to Janet Baer (with draft Plan Support Agreement attached) dated February 18, 2005
31	CC-BLG004187-004215	E-mail from Janet Baer to Arlene Krieger (with K&E comments to draft Plan Support Agreement attached) dated March 16, 2005
32	CC-BLG004216	E-mail from R. Tarola, CFO of Grace, to T. Maher, Chairman of Creditors' Committee dated February 14, 2006
33	CC-BLG004217-004219	Letter Agreement dated February 27, 2006
34	CC-BLG004220-004224	E-mail from J. Baer to R. Tarola, M. Shelnitz, et al. dated February 27, 2006
35	CC-BLG004225-004243	Transcript of W. R. Grace's April 7, 2008 Conference Call

Exhibit No.	Bates Range	Description
36	CC-BLG004244-004246	Letter to W. R. Grace and Kirkland & Ellis dated April 21, 2008
37	CC-BLG004247-004416	Debtors' Objection to the Unsecured Claims Asserted Under the Debtors' Credit Agreements dated as of May 14, 1998 and May 5, 1999, dated June 13, 2008 [Dkt. no. 18922]
38	CC-BLG004417-004471	Debtors' Trial Brief in Support of Objection to the Unsecured Claims Asserted Under the Debtors' Credit Agreements dated as of May 14, 1998 and May 5, 1999, dated September 5, 2008 [Dkt. no. 19476]
39	CC-BLG004472-004482	The Official Committee of Equity Holders' Responses and Objections to the Official Committee of Unsecured Creditors of W.R. Grace & Co.'s and Bank Lender Group's First Set of Interrogatories, dated and verified August 13, 2008